

Form 604

Corporations Act 2001 Section 671B

Notice of change of interests of substantial holder

To: Company Name/Scheme Eureka Group Holdings Limited (**Eureka**)
ACN/ARSN 097 241 159

1. Details of substantial holder (1)

Name Aspen Group Limited (**Aspen**) ACN 004 160 927 and each entity controlled by Aspen from time to time including those listed in Annexure A (each an Aspen Group Company)
ACN/ARSN (if applicable) See above and in Annexure A (as applicable)

There was a change in the interests of the substantial holder on 28/05/2024
The previous notice was given to the company on 25/03/2024
The previous notice was dated 25/03/2024

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Fully paid ordinary shares (Shares)	107,795,369	35.72%	109,009,330	35.87%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme, are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
25 March 2024 to 28 May 2024	Aspen	Aspen's relevant interest changed as a result of acceptances of offers made under an off-market takeover bid (Offers) by Aspen for all Shares in Eureka. The terms of the Offers are set out in Aspen's bidder's statement dated 15 March 2024, and supplementary statements dated 16 April 2024 and 2 May 2024.	0.28 fully stapled securities in the capital of Aspen, comprising of one fully paid ordinary share in Aspen and one fully paid ordinary unit in the Aspen Property Trust ARSN 104 807 767 per Share.	1,213,961 Shares	1,213,961

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
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Aspen	(a) The holders of Eureka Shares who have accepted the Offers; and/or (b) when the Offer becomes unconditional and the transfers under the contracts arising as a result of those acceptances have completed, Aspen.	Aspen	Relevant interest as a result of acceptances of the Offers and/or transfers of Eureka Shares under the terms of the Offer.	109,009,330 Shares	109,009,330
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5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Not applicable	Not applicable

6. Addresses

The addresses of the persons named in this form are as follows:

Name	Address
Aspen	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Each Aspen Group Company	Refer to Annexure A

Signature

print name David Dixon

capacity Director

sign here



Date 29/05/2024

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg, a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
 - (8) If the substantial holder is unable to determine the identity of the person (eg if the relevant interest arises because of an option) write "unknown".
 - (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.
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ANNEXURE A

This is Annexure A of 1 page (including this page) referred to in the Form 604 "Notice of change of interests of substantial holder".



Name: David Dixon

Date: 29/05/2024

Aspen Group Companies

Name	ACN	Address of Registered Office
Aspen Funds Management Limited	104 322 278	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Aspen Living Villages Pty Limited	114 904 415	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Aspen Property Developments Pty Limited	100 495 145	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Caversham Property Development Pty Ltd	009 135 488	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Realise Residential WA Pty Ltd	636 581 836	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Realise Residential WA 2 Pty Ltd	636 609 339	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Realise Residential WA 3 Pty Ltd	636 609 428	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Realise Residential WA 4 Pty Ltd	636 609 482	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Nest QLD Pty Ltd	638 072 349	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Footprint MB Pty Ltd	644 979 788	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Digs Accommodation Vic Pty Ltd	651 725 423	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Realise Residential WA 5 Pty Ltd	652 741 681	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Realise Residential WA 6 Pty Ltd	652 741 789	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Realise Residential WA 7 Pty Ltd	652 741 841	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Realise Residential WA 8 Pty Ltd	652 741 869	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Realise Residential WA 9 Pty Ltd	652 741 878	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Realise Residential WA 10 Pty Ltd	652 741 903	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Realise Residential WA 11 Pty Ltd	652 741 912	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Realise Residential WA 12 Pty Ltd	652 741 930	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Realise Residential WA 13 Pty Ltd	652 741 967	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Realise Residential WA 14 Pty Ltd	652 742 035	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Realise Residential WA 15 Pty Ltd	652 742 053	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Realise Residential WA 16 Pty Ltd	652 742 062	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Realise Residential WA 17 Pty Ltd	652 742 080	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Realise Residential WA 18 Pty Ltd	668 217 196	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Hindmarsh Marina (SA) Pty Ltd	620 945 548	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Coorong Quays Pty Ltd	621 182 465	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Tavern HI Pty Ltd	621 182 867	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Cove HI Pty Ltd	621 219 645	Suite 21, 285A Crown Street, Surry Hills NSW 2010
Aspen Whitsunday Shores Pty Limited	121 656 988	Suite 21, 285A Crown Street, Surry Hills NSW 2010